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**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

	x	
In re:)	Chapter 11
)	
DELPHI CORPORATION, <u>et. al.</u> ,)	Case No. 05-44481 (RDD)
)	(Jointly Administered)
)	
Debtors.)	
	x	

**LIMITED OBJECTION OF AMERICAN AIKOKU ALPHA, INC. TO NOTICE
OF ASSUMPTION AND ASSIGNMENT WITH RESPECT TO CERTAIN
EXECUTORY CONTRACTS OR UNEXPIRED LEASES TO BE ASSUMED AND
ASSIGNED TO GM COMPONENTS HOLDINGS, LLC OR STEERING
SOLUTIONS SERVICES CORPORATION, AS APPLICABLE, UNDER
MODIFIED PLAN OF REORGANIZATION**

American Aikoku Alpha, Inc. (“American Aikoku”), by and through undersigned counsel, hereby files this limited objection to Debtor’s Notice of Assumption and Assignment with Respect to Certain Executory Contracts or Unexpired Leases to be Assumed and Assigned to GM Components Holdings, LLC or Steering Solutions

Services Corporation, as Applicable, Under Modified Plan of Reorganization. (the "Assumption Notice"). In support of this objection, American Aikoku states as follows:

1. On October 8, 2005, Delphi and certain of its subsidiaries and affiliates (collectively the "Debtors") filed voluntary petitions with this Bankruptcy Court for relief under Chapter 11 of Title 11, United States Code.

2. At various times, certain of the Debtors and American Aikoku entered into Purchase Order Nos. SAG9OI2815, SAG9OI5386, SAGO9OI5218, SAG9OI4657, SAG9OI3417, 9OI6283, and 9OI6086 (the "Purchase Orders"), under which American Aikoku would provide certain products to the Debtors.

3. On or about May 8, 2008, this Court entered a Stipulation And Agreed Order (i) Resolving Objection Of American Aikoku Alpha, Inc. To Assumption And/Or Assignment Of Executory Contract Or Unexpired Lease To Buyers In Connection With Sale Of Steering And Halfshaft Business And (ii) Disallowing And Expunging Proofs Of Claim Numbers 16692 And 16783 (American Aikoku Alpha, Inc.) (Docket No. 13551) (the "Stipulation"). A copy of the Stipulation is attached hereto and incorporated herein as Exhibit "A".

4. Under the terms of the Stipulation, which covered five (5) Purchase Orders (SAG9OI2815, SAG9OI5386, SAGO9OI5218, SAG9OI3417, SAG9OI4657), as soon as reasonably practicable upon the closing of the sale of the steering and halfshaft

business, American Aikoku shall receive a cure payment of \$413,908.96 to cure all defaults under the Purchase Orders.

5. On or about July 2, 2009, the Debtors filed the Non-Assumption Notice, a copy of which is attached hereto and incorporated herein as Exhibit "B".

6. The Non-Assumption Notice provides that the contract listed on Schedule 1 attached thereto, namely, Purchase Order SAG90I2815, will not be assumed or assumed and assigned by the Debtors.

7. On or about July 10, 2009, the Debtors filed the Assumption Notice, and a copy of the pertinent Schedule 1 thereto is attached hereto and incorporated herein as Exhibit "C".

8. The Assumption Notice lists four (4) of the five (5) Purchase Orders that are the subject of the Stipulation.

9. Purchase Order SAG90I2815 is the Purchase Orders omitted from the Assumption Notice, and the cure payment under Purchase Order SAG90I2815 is \$275,636.94.

10. Paragraph 5 of the Stipulation states that to the extent that any order related to the sale of the steering and halfshaft business alters, conflicts with, or derogates from the provisions of this Stipulation, this Stipulation shall control.

11. Therefore, the Assumption Notice notwithstanding, American Aikoku, pursuant to the terms of the Stipulation, is entitled to receive a cure payment in the amount of \$413,908.96, a part of which is a cure payment under Purchase Order SAG90I2815 in the amount of \$275,636.94.

12. Because the legal points and authorities upon which this objection relies are incorporated herein and do not represent novel theories of law, American Aikoku respectfully requests that the requirement of service and filing of a separate memorandum of law under Local Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York be deemed satisfied.

WHEREFORE, American Aikoku respectfully requests that the Court (a) order the Debtors to include Purchase Order SAG90I2815 in the Assumption Notice; (b) order the Debtors to issue a cure payment to American Aikoku in the amount of \$413,908.96, a part of which is a cure payment under Purchase Order SAG90I2815 in the amount of \$275,636.94; and (c) grant such other further relief as this Court deems just and proper.

Date: July 17, 2009

AMERICAN AIKOKU ALPHA, INC.

/s/ Gary Vist

By One of its Attorneys

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